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[illegible] To safeguard legitimate rights and interests of Dynagreen Environmental Protection Group Co., Ltd. (the "Company") and its shareholders, to further define the scope of duties and powers of the general meeting of the Company, and to regulate its organization and acts, thereby ensure its duties are duly performed in general meeting according to laws with high efficiency, these Rules of Procedures for General Meeting (the "Rules") are formulated pursuant to relevant laws, regulations and normative documents including the Company Law of the PRC (the"Company Law"), the Guidelines for Articles of Association of Chinese Listed Companies and the Rules of Procedures for General Meeting of Listed Companies as well as the Articles of Association of Dynagreen Environmental Protection Group Co., Ltd. (the "Articles of Association"), and relevant rules under the listing rules of the local stock exchange where the Company's shares are listed.

[illegible] The Rules shall be applicable to the general meeting of the Company, and binding upon the Company, shareholders, proxies of shareholders attending the general meeting, directors, and other relevant persons who are in attendance at the general meeting

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[illegible] The general meetings shall include annual general meetings and extraordinary general meetings. Annual general meetings shall be convened once a year and shall be held within six months after the end of the preceding fiscal year.

[illegible] Extraordinary general meetings will be held on an ad hoc basis. The Company shall convene an extraordinary general meeting within two months after occurrence of any of the following circumstances:

(1) the number of directors is less than the minimum number required by the Company Law or less than two-third of the number prescribed in the Articles of Association;

(2) the losses of the Company that have not been made up reach one-third of the total share capital of the Company;

(3) shareholders who individually or together hold 10% or more of the shares of the Company (excluding treasury shares) require in writing an extraordinary general meeting to be convened;

(4) whenever the board of directors considers necessary;

(5) the Audit and Risk Management Committee proposes an extraordinary general meeting to be convened;

(6) any other circumstances prescribed by the laws, administrative regulations, departmental regulations or the Articles of Association.

The venue of a general meeting of the Company shall be the domicile of the Company or another specific location informed by the convener of the general meeting.

Generally, the general meetings shall be set with meeting venue and be held on-site. The Company shall also set an online voting method to facilitate shareholders to attend general meeting. A shareholder who attends a general meeting in the aforesaid manners shall be deemed to have been present at the meeting. General meeting may be convened by means of electronic communication in addition to being held on-site at a meeting place. Shareholders attending the general meeting by means of electronic communication shall have the right to speak and vote.

A shareholder may attend and exercise his/her voting rights at the shareholders' meeting in person or appoint a proxy to attend on his/her behalf and exercise his/her voting rights within the scope of authorisation.

When convening a general meeting, the Company shall appoint a lawyer to issue a legal opinion and publish an announcement in respect of the following issues:

(1) whether the convening of the general meeting and its procedures are in accordance with the laws, administrative regulations, the Rules of Procedures for General Meeting of Listed Companies and the Articles of Association;

(2) whether the qualifications of the attendees and the convener are lawful and valid;

(3) whether the voting procedures and results at the meeting are lawful and valid;

(4) legal opinions on any other matters as requested by the Company.

The general meeting shall exercise the following functions and powers:

(1) to elect and replace directors who are not representatives of the employees and to decide on matters relating to the remuneration of directors;

(2) to review and approve the reports of the board of directors;

(3) to review and approve the profit distribution plan and loss compensation plan of the Company;

(4) to decide on increasing or reducing the registered capital of the Company;

(5) to decide on merger, division, winding up, liquidation or change of corporate form of the Company;

(6) to decide on issuance of debentures or other securities of the Company or its listing plan;

(7) to decide on appointment and dismissal of accounting firms engaged in the audit work of the Company;

(8) to amend the Articles of Association;

(9) to review and approve any provision of external guarantees which shall be reviewed at the general meeting as prescribed in Article 8 of the Rules;

(10) to review any major acquisition or disposal of assets within a year with a value exceeding 30% of the latest audited total assets of the Company;

(11) to review and approve any change in the use of proceeds;

(12) to review share incentive schemes and employee stock ownership schemes;

(13) to review proposals of the shareholders who represent 1% or more of the Company's voting shares;

(14) to review other matters which shall be approved at the general meeting in accordance with the laws, administrative regulations, departmental regulations, listing rules of the local stock exchange where the Company's shares are listed or the Articles of Association.

The general meeting may authorize the board of directors to resolve on the issuance of debentures of the Company.

Provision of any of the following external guarantees by the Company must be reviewed and approved at the general meeting:

(1) any further guarantee to be provided after the total amount of all existing external guarantees provided by the Company or its controlled subsidiaries reaches or exceeds 50% of the latest audited net assets;

(2) any further guarantee to be provided after the total amount of all existing external guarantees provided by the Company reaches or exceeds 30% of the latest audited total assets;

(3) any guarantee to secure any debt of a person whose debt asset ratio exceeds 70%;

(4) a single guarantee under which the secured amount exceeds 10% of the latest audited net assets;

(5) any guarantee to be provided for shareholders, actual controller or their respective related/connected parties;

(6) any guarantee to be provided by the Company to others within a year after the amount exceeds 30% of the latest audited total assets of the Company;

(7) any other guarantee which shall be approved at the general meeting as prescribed by the local stock exchange where the Company's shares are listed or under the Articles of Association.

Matters which require approval by the general meeting as stipulated by laws, regulations, the listing rules of the place where the Company's shares are listed as well as the Articles of Association must be considered at the general meeting in order to protect the decision-making power of the shareholders of the Company. Apart from the aforesaid, under necessary and reasonable circumstances, the general meeting may authorize the board of directors to make decision(s) within the scope of the functions and powers of the general meeting.

An authorization to the board of directors by the general meeting that falls into the scope of an ordinary resolution shall be approved by shareholders (including their proxies) representing more than half of the voting rights present at the general meeting. An authorization to the board of directors that falls into the scope of a special resolution shall be approved by shareholders (including their proxies) representing not less than two-thirds of the voting rights present at the general meeting. The contents of the authorization shall be clear and specific.

The board of directors shall timely convene the general meeting within the timeframe as required. With the approval by a majority of all independent directors, the independent directors may propose to the board of directors to convene an extraordinary general meeting. The board of directors shall, in accordance with the law, administrative regulations and the Articles of Association, give a written reply within 10 days after its receipt of such proposal, stating whether it agrees or disagrees to convene an extraordinary general meeting.

If the board of directors agrees to convene the extraordinary general meeting, it shall issue a notice of general meeting within 5 days after the board resolution for this purpose is adopted. If the board of directors does not agree to convene an extraordinary general meeting, it shall explain the reasons and make an announcement accordingly.

The Audit and Risk Management Committee may propose to the board of directors to convene an extraordinary general meeting to the board of directors. Such proposal shall be made in writing. The board of directors shall, in accordance with the law, administrative regulations and the Articles of Association, give a written reply within 10 days after its receipt of such proposal, to state whether it agrees or disagrees to convene an extraordinary general meeting.

If the board of directors agrees to convene the extraordinary general meeting, it shall issue a notice of general meeting within 5 days after the board resolution for this purpose is adopted. Any changes made by such notice to the proposal of the supervisory committee shall be approved by the Audit and Risk Management Committee.

If the board of directors disagrees to convene the extraordinary general meeting, or fails to reply in writing within 10 days after its receipt of the proposal, the board of directors shall be deemed as unable to or failing to perform its duties to convene the general meeting, and the Audit and Risk Management Committee may convene and preside over the meeting.

On the basis of one vote for one share, shareholders who individually or together hold 10% or more of shares (excluding treasury shares) may call for an extraordinary general meeting or class meeting according to the following procedures:

(1) Such shareholders shall sign a written request for an extraordinary general meeting, in one or more counterparts, which shall state the subjects of the meeting, and submit such request to the board of directors. The board of directors shall, in accordance with the law, administrative regulations and the Articles of Association, give a written reply within 10 days after its receipt of such request, to state whether it agrees or disagrees to convene an extraordinary general meeting. For the purpose of determining the number of shares held by such requesting shareholders, the reference date shall be the date on which such shareholders submit the written request.

(2) If the board of directors agrees to convene an extraordinary general meeting, it shall issue a meeting notice within 5 days after the board resolution for this purpose is adopted. Any changes made by such notice to the original request shall be approved by relevant shareholders.

(3) If the board of directors disagrees to convene the extraordinary general meeting, or fails to reply within 10 days after its receipt of the request, the shareholders individually or together holding 10% or more of the shares (excluding treasury shares) of the Company may propose to the Audit and Risk Management Committee to convene an extraordinary general meeting. Such proposal shall be made to the Audit and Risk Management Committee in writing.

(4) If the Audit and Risk Management Committee agrees to convene the extraordinary general meeting, it shall issue a notice of general meeting within 5 days after its receipt of such request. Any changes made by such notice to the original request shall be approved by the relevant shareholders.

(5) If the Audit and Risk Management Committee fails to issue the notice of general meeting within the prescribed period, it shall be deemed that the Audit and Risk Management Committee will not convene or preside over the general meeting, and the shareholders who individually or together hold 10% or more of the shares (excluding treasury shares) for more than 90 days consecutively may convene and preside over the meeting themselves.

(6) The shareholding of the convening shareholders shall not fall below 10% of the shares (excluding treasury shares) of the Company before the resolution adopted by the general meeting is announced. When the convening shareholder or the Audit and Risk Management Committee issues the notice of general meeting and publicly announces the resolution(s) of the general meeting, they shall submit the relevant documentary proof to stock exchange.

Where the Audit and Risk Management Committee or shareholders convene a general meeting in accordance with the provisions of this section, a written notice shall be sent to the board of directors and filed with the relevant stock exchange. The board of directors and the board secretary shall cooperate. The board of directors shall provide the register of shareholders on the shareholding record date. In the event that the board of directors fails to provide the register of members, the convener may apply to the securities registration and settlement institution for obtaining the register of members with the relevant announcements on the convening of the general meeting. The register of members obtained by the convener shall not be used for purposes other than convening of the general meeting. All reasonable expenses incurred for the general meeting convened by the Audit and Risk Management Committee or shareholders shall be borne by the Company.

The proposed matters shall be within the scope of duties and powers of the general meetings. A proposal shall have a clear subject and specific matters to be resolved, and shall be in compliance with relevant requirements of the laws, administrative regulations and the Articles of Association.

When a general meeting is held by the Company, the board of directors, the Audit and Risk Management Committee or shareholders individually or together holding 1% or more of the shares of the Company may make proposals to the Company.

Shareholders individually or together holding 1% or more of the shares of the Company may submit ad hoc proposals in writing to the convener of the general meeting at least 10 days before the date of the general meeting within the specified period under the Hong Kong Listing Rules. In accordance with the Company Law and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules"), the convener shall issue a supplementary notice of the general meeting within 2 days upon receipt of the proposals and announce the contents of the ad hoc proposals, and submit the ad hoc proposals to the general meeting for consideration, except for the ad hoc proposals that violate the laws, administrative regulations or the provisions of these Articles of Association, or are not fall within the duties of the general meeting. The Company shall not increase the shareholding of shareholders who submit ad hoc proposals.

Except for circumstances provided in the above paragraph, the convener, after issuing the notice of the general meeting, cannot revise the proposals stated in the notice of general meetings or add new proposals.

A general meeting shall not vote or resolve on any proposal which is not listed in the notice of such general meeting or does not comply with Article 14 of the Rules.

When the Company is to hold an annual general meeting, it shall inform the shareholders of the time, venue and matters to be considered by way of announcement at least 20 working days prior to the day on which the meeting is to be held. When the Company is to hold an extraordinary general meeting, it shall inform the shareholders by way of announcement at least 15 days prior to the day on which the meeting is to be held. Shareholders who intend to attend the general meeting shall deliver their written replies to the Company within the time specified in the notice of the meeting stating that they will attend the meeting.

When calculating the time limit of the notice, the date of the meeting shall be excluded.

All the specific contents of the proposals, as well as all the information or explanations necessary for shareholders to make reasonable judgments on the matters to be discussed, shall be fully and completely disclosed in the notice and supplementary notice of the general meeting.

A general meeting shall not decide on matters not specified in the notice.

A notice of a general meeting shall include the following:

(1) the date, venue and duration of the meeting;

(2) matters and proposals to be considered at the meeting;

(3) the shareholding record date for determining shareholders who are entitled to attend the general meeting;

(4) an express statement that all shareholders have the right to attend and vote at the general meeting either in person or by proxy in writing, and that such proxy need not be a shareholder of the Company;

(5) the name and telephone number of the contact persons who handles the meeting affairs;

(6) time and procedures for voting online or by other means;

(7) Other requirements as stipulated under the laws, administrative regulations, departmental regulations, regulatory documents, and rules of relevant regulatory authorities and the Articles of Association.

If a general meeting will discuss the election of directors, the notice of general meeting shall disclose full information of each candidate for directors. It shall at least include the following:

(1) personal particulars such as education background, work experience and other positions concurrently held by such candidate;

(2) whether he/she has any related/connected relationship with the Company or the controlling shareholder and actual controller of the Company;

(3) the number of shares of the Company held by such candidate;

(4) whether he/she has received any punishment by CSRC or other securities regulatory authorities or sanctions by any stock exchange.

Except for the cumulative voting system for the election of directors, each candidate of director shall be proposed in a separate proposal.

A notice of general meeting shall be served on shareholders (whether such shareholders have voting right on such general meeting or not) either by hand or by post in a prepaid mail, addressed to such shareholder at his registered address as shown in the register of shareholders, or to the extent permitted by applicable laws, regulations and listing rules, by publication on the Company's website or other website designated by the stock exchange where the Company's shares are listed. For holders of domestic shares, a notice of general meeting may be given by public announcement.

All shareholders on the register of shareholders on the shareholding record date or their proxies shall be entitled to attend and vote at the general meeting, and vote in accordance with the provisions of relevant law, regulations and the Articles of Association.

Any shareholder entitled to attend and vote at a general meeting has the right to appoint one or more persons (who are not required to be a shareholder) as his proxies to attend and vote on his behalf. Such proxies may exercise the following rights pursuant to the authorization by the shareholder:

(1) the shareholder's right to speak at the general meeting;

(2) the right to demand or join in demanding a poll;

(3) Unless otherwise provided in the applicable listing rules or other securities laws and regulations, the right to vote by a show of hands or on a poll, except that if a shareholder has appointed more than one proxy, such proxies may only exercise their voting rights on a poll.

If the shareholder is a recognised clearing house as defined in the relevant regulations in force from time to time under the laws of Hong Kong (hereinafter referred to as "Recognised Clearing House") (or its proxy), such shareholder may authorise one or more persons it thinks fit to act as its proxy at any general meeting; however, if more than one person is so authorised, the power of attorney shall specify the number and class of the shares with respect to such persons so authorised. The person so authorised may exercise any rights on behalf of such Recognised Clearing House (or its proxy) as if such person were an individual shareholder of the Company and must have the same legal rights as other shareholders, including the right to speak and vote.

An individual shareholder who attends the general meeting in person shall produce his or her own identity card or other valid documents or proof evidencing his or her identity. If he or she appoints a proxy to attend the meeting on his or her behalf, the proxy shall produce his or her own valid proof of identity and the instrument of appointment from the shareholder.

Shareholders who are legal persons shall attend and vote at a meeting by their legal representative or a proxy appointed by the legal representative. If the legal representative attends the meeting, he or she shall produce his or her own identity card and a valid proof of his or her legal representative status. If a proxy has been appointed to attend the meeting, such proxy shall present his or her own identity card and the power of attorney issued by the legal representative of the shareholder as a legal person. If the legal person has appointed a proxy to attend the meeting, it shall be deemed that is has attended the meeting in person, except for

The instrument appointing a proxy shall be in writing and signed by the appointing shareholder or his attorney duly authorized in writing; where the appointing shareholder is a legal person, such instrument shall be under its seal or signed by its director or duly authorized representative. Where such a proxy form for voting is signed by a person authorized by the principal, the power of attorney for authorized signature or other authorization documents shall be notarized. The power of attorney or other authorization documents upon notarized shall, together with the proxy form for voting, be placed at the Company's domicile or such other location as specified in the notice of the meeting.

The instrument issued by the shareholder to appoint a proxy to attend the general meeting shall state the following contents:

(1) the name of the principal, as well as the class and number of shares of the Company held by him/her;

(2) the name of the proxy;

(3) specific instructions from shareholders, including instructions as to whether to vote "for" or "against" or "abstained" from voting on, each item on the agenda of the general meeting as an item for consideration thereat;

(4) the signing date and validity term of the instrument;

(5) signature (or seal) of the principal. If the principal is a legal person shareholder, the seal of the legal person shall be affixed;

The instrument appointing a voting proxy shall be placed at the domicile of the Company or at such other place as specified in the notice of the meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or at least 24 hours prior to the specified time of the voting. Where the instrument appointing a voting proxy is signed by another person authorized by the principal, the authorization letter or other document authorizing the signatory shall be notarized. The notarized authorization letter or other authorizing document shall be placed together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting.

Any form issued by the board of directors of the Company to the shareholders for the appointment of proxies shall enable the shareholders to separately instruct their proxies to cast vote in favour of or against each matter to be voted on at the meeting.

A vote made in accordance with the terms of a proxy shall be valid notwithstanding the death or loss of capacity of the appointor or revocation of the proxy or revocation of the authority to sign any power of attorney for a proxy, or the transfer of the shares in respect of which the proxy is given, provided that the Company does not receive any written notice in respect of such matters before the commencement of the relevant meeting.

A registration record for attendants at the meeting shall be compiled by the Company. The registration record shall contain the names of attendants (or names of organizations), identity card numbers, the number of voting shares held or represented by each attendant and names (or name of organizations) of the proxies.

The convener and the lawyer appointed by the Company shall examine

In the annual general meeting, the board of directors shall report their work during the past year to the general meeting. Each independent director shall also present a work report.

Directors and senior management members shall explain and answer the enquiries and suggestions from shareholders at the general meeting.

The chairman of the meeting shall, prior to voting, announce the number of shareholders and proxies attending the meeting as well as the total number of voting shares held by them, which shall be the number of shareholders and proxies attending the meeting in person and the total number of their voting shares as indicated in the meeting's registration record.

The convener shall ensure that the general meeting be conducted continuously until final resolutions are made. If the general meeting is suspended or resolutions cannot be made because of force majeure or other special circumstances, the convener shall take necessary measures to promptly resume the meeting or directly terminate that meeting, and make a timely public announcement. Meanwhile, the convener shall report to relevant regulatory authorities and the stock exchange of the place where the Company's shares are listed in accordance with applicable laws, regulations or listing rules.

Resolutions of the general meeting include ordinary resolutions and special resolutions.

An ordinary resolution at a general meeting shall be passed by more than one half of the voting shares held by shareholders attending the general meeting (whether in person or by proxy).

A special resolution at a general meeting shall be passed by at least two-third of the voting rights held by shareholders attending the general meeting (whether in person or by proxy).

When shareholders (including proxies) vote at the general meeting, they shall exercise their voting rights according to the number of voting shares that they represent. Each share shall carry one vote.

Where the general meeting considers significant matters affecting the interests of the small and medium-sized investors, the voting of small and medium-sized investors shall be counted separately. The separate counting results shall be publicly disclosed in a timely manner.

The Company's shares which are repurchased and held by the Company as treasury shares ("treasury shares") do not carry any voting rights, and shall not be counted in the total number of voting shares represented by shareholders attending a general meeting.

Subject to applicable laws, regulations and/or requirements of the listing rules of the place where the Company's shares are listed, the board of directors, independent directors, shareholders holding 1% or more of the voting shares or investor protection institutions established pursuant to relevant laws, administrative regulations or the provisions of the CSRC may publicly solicit the voting rights of shareholders. When soliciting voting rights from the shareholders, information such as specific voting intentions should be fully disclosed to the shareholders being solicited. Soliciting voting rights from the shareholders with compensation or disguised compensation is prohibited. Except for statutory conditions, the Company must not set a lowest shareholding percentage when soliciting the shareholder voting rights.

When the general meeting considers related/connected transactions, if so required under the applicable laws, regulations or listing rules of the place where the Company's shares are listed, the related/connected shareholders shall abstain from such voting, and the voting shares held by such shareholders will not be counted within the total number of valid votes. The public announcement on the voting results of the general meeting shall fully disclose the voting results of the non-related/connected shareholders.

If any shareholder is required by applicable laws, regulations and listing rules of the place where the Company's shares are listed, the Articles of Association and these Rules of Procedures to vote for or to vote against or to abstain from voting on (as the case may be) any particular proposal, the shareholder shall waived the voting rights or abstain from voting in accordance with such provisions; any votes cast by the shareholders (or their proxies) in violation of such requirement or restriction shall not be counted in the voting results.

Voting at general meeting will record the name of the voter.

When considering a proposed resolution, the general meeting shall not revise it; if an amendment is made, it shall be deemed as a new proposed resolution and may not be voted on during the current general meeting.

The same vote may only be cast once at the location of a general meeting, or by online voting or other means. Where the same vote is cast for two or more times, the first cast shall hold.

A shareholder attending a general meeting shall express one of the following opinions on any proposed resolution to be voted on: for, against or abstention. Save for the circumstance under which the securities registration and settlement institution acting as the nominal holder of shares under the Stock Connect between Mainland and Hong Kong, make reporting in accordance with the instruction of the de facto holders of relevant shares.

If a poll is blank, marked erroneously, illegible or has not been cast, the voter shall be deemed to have waived his or her right to vote and the voting results for the number of shares that he or she holds shall be recorded as "abstained".

The list for candidates of directors shall be submitted to the general meeting for voting in the form of proposal.

Where voting for the election of directors at the general meeting, cumulative voting system can be adopted in accordance with the provisions in the Articles of Association or resolutions made at the meeting.

The cumulative voting system shall be adopted when a single shareholder and its persons acting in concert hold over 30% of the total shares of the Company or for election of over two independent directors at a general meeting.

Except for the cumulative voting system, the meeting shall vote on each proposal individually. Where there are different proposals for the same issue, voting should be carried out according to the order of the proposals raised. Except for special reasons such as force majeure causing the meeting to suspend or unable to reach a resolution, the meeting shall not set aside any proposal or have any proposal not voted on.

Before a proposal is voted on at the meeting, two representatives of the shareholders shall be elected to take part in counting the votes and scrutinizing the conduct of the poll. When a shareholder is related/connected to a matter being considered, he or she and his or her proxy shall not take part in counting the votes or scrutinizing the conduct of the poll.

When a proposal is being voted on at the meeting, lawyers, and the shareholders' representatives shall be jointly responsible for counting the votes and scrutinizing the conduct of the poll, while the auditor appointed by the Company, the H share registrar or the external accountant qualified in serving as auditor shall act as the scrutinizer. The voting result shall be announced at the meeting. The voting results relating to such proposal shall be recorded in the minutes of meeting.

Shareholders or their proxies, who have cast their votes through online voting system or by other means, shall have the right to check the voting results through the respective voting system.

When a poll is taken at a meeting, a shareholder (including proxy) who has the right to two or more votes need not cast all his votes in the same way.

The matters as set out in paragraphs (1), (2), (3), (6), (7), (9) and (11) under Article 7 of the Rules in relation to the functions and powers to be exercise by the general meeting, and all matters other than those required by laws, administrative regulations or the Articles of Association to be approved by a special resolution of the general meeting, shall be approved by ordinary resolutions of the general meeting.

第九十一條 The matters as set out in paragraphs (4), (5), (8) and (10) under Article 7 of the Rules in relation to the functions and powers to be exercise by the general meeting, the matters required by laws, administrative regulations or these Articles of Association to be approved by a special resolution of the general meeting, and the matters which, if subject to ordinary resolutions of the general meeting, would have material impact on the Company, shall be approved by special resolutions of the general meeting. The matters set out in paragraph (13) of Article 7 shall be subject to ordinary or special resolutions depending on the specific content of shareholder's proposals.

第九十二條 On the premise of ensuring the legality and effectiveness of the general meeting, the Company shall offer various channels and ways, including taking advantage of information technology such as online voting platform, in order to facilitate participation in the general meeting for the shareholders.

第九十三條 The time to start voting online or by other means for a general meeting shall not be earlier than 3:00 p.m. on the day preceding the date of the physical general meeting or later than 9:30 a.m. on the date of the physical general meeting, and the time to conclude such voting shall not be earlier than 3:00 p.m. on the date of the physical general meeting. The on-site general meeting shall not end earlier than the online meeting or meeting delivered through other means. The chairman of the meeting shall announce the voting status and voting result for each proposal and announce whether a resolution is passed according to the voting result, and should be recorded in the meeting minutes. Before the voting result is officially announced, the Company, counter, scrutineer, substantial shareholders, network services provider and other related parties involved in the on-site general meeting, online meeting or meeting delivered through other means shall keep in confidential the voting result.

第九十四條 Where the chairman of the meeting has any doubt as to the voting result of a resolution proposed for voting, he may have the votes counted. If the chairman of the meeting fails to have the votes counted, any shareholder or proxy attending the meeting who objects to the result announced by the chairman of the meeting may demand immediately after the declaration to have the votes counted, the chairman of the meeting shall have the votes counted immediately. Where the votes are counted at a general meeting, the counting results shall be recorded in the meeting minutes.

第九十五條 The board secretary shall keep minutes for each general meeting. The chairman of the meeting, directors, board secretary, conveners and their representatives in attendance at the meeting shall sign on the minutes and ensure that the contents of the minutes are true, accurate and complete. The minutes shall contain the following contents:

(1) the time, venue and agenda of the meeting and names of the conveners;

(2) the name of the meeting chairman and the names of the directors, and senior management members in attendance at the meeting;

(3) the numbers of shareholders (including holders of domestic shares and overseas listed foreign shares (if any)) and proxies attending the meeting, the total number of voting shares held by them and the percentages of their voting shares to the total share capital of the Company for each shareholder;

(4) the process of review and discussion, summary of any speech and voting results of each proposal;

(5) shareholders' questions, opinions or suggestions and corresponding answers or explanations;

(6) the names of the lawyer, persons who count votes and the persons supervising the voting process;

(7) other contents to be included as specified in the Articles of Association.

The minutes shall be kept together with the registration record of attending shareholders, powers of attorney for proxies, valid record on internet voting and other means of voting, for a period of no less than 10 years.

Shareholders may examine photocopies of the minutes of meetings during the Company's office hours free of charge. If any shareholder requests for a photocopy of the relevant minutes of meetings, the Company shall send such photocopies within 7 days upon receipt of payment of reasonable charges.

Where the Company repurchases ordinary shares for the purpose of reducing its registered capital and issues preference shares to unspecified targets, and where it repurchases ordinary shares from specific shareholders by using the issuance of preference shares to specific targets as a means of payment, the resolution made by the general meeting for the repurchase of ordinary shares shall be approved by more than two-thirds of the voting rights held by the shareholders present at the meeting.

The Company shall announce the resolution to repurchase ordinary shares on the day immediately following the general meeting of shareholders at which the resolution was passed.

A resolution of the Company's general meeting which is in violation of the laws or administrative regulations shall be null and void.

The controlling shareholder or actual controller of the Company shall not restrict or obstruct minority investors from exercising their voting rights in accordance with the law, and shall not prejudice the legitimate rights and interests of the Company and the minority investors.

If the convening procedure or voting method of a general meeting contravenes the laws, administrative regulations or the Articles of Association, or if the contents of the resolutions of such meetings contravene the Articles of Association, the shareholders may request the People's Court to revoke the resolution within 60 days after the date of such resolution. However, this does not apply if such procedures for convening the general meeting, or the voting thereat, have only minor flaws that have no substantial impact on the resolution.

If the board of directors, shareholders, and other relevant parties have disputes regarding the legality of the convener's qualifications, convening procedures, content of proposals, or the validity of resolutions passed at the general meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgment or ruling to revoke the resolution, the relevant parties shall implement the resolution of the general meeting. The Company, its directors, and senior management shall earnestly perform their duties, promptly implement resolutions of the general meeting, and ensure the normal operation of the Company.

Where the People's Court makes a judgement or ruling on the relevant matter, the Company shall fulfill its obligations to disclose the information in accordance with provisions of laws, administrative regulations, of the CSRC and the stock exchanges, fully explain the impact of the judgement or ruling on the Company, and actively cooperate with the authorities in the enforcement of the judgement or ruling after it has come into effect. Where previous matters need to be corrected, the Company shall handle the correction in a timely manner and fulfill its obligations to disclose the information accordingly.

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The secretary to the Board shall be responsible for submitting the meeting resolutions, minutes and other relevant materials (if required) to the relevant regulatory authorities in accordance with laws and regulations, and the requirements of the securities regulatory authorities of the State Council, the stock exchange where the Company's shares are listed and the Articles of Association, and for arranging the announcement to be published in the designated media. The contents of the announcement shall comply with the relevant regulatory requirements. The announcement shall include the number of shareholders and proxies present, the aggregate number of shares held by such shareholders and proxies, the percentage of such shares out of the total voting shares of the Company, the mode of voting, the voting result of each motion and the details of each resolution passed.

Where the proposed resolution is not passed, or the meeting alters the resolution(s) passed at the previous meeting, a special note shall be made in the announcement of the resolutions of the meeting.

Where proposed resolutions in relation to the election of directors are passed at a meeting, the term of office of the new directors shall take effect upon the passing date of such resolutions at the meeting.

In the event that proposals for distribution of cash, bonus shares or capitalization of capital reserve have been passed at general meeting, the Company shall effect the distribution within two months after the meeting.

The Rules are formulated by the board of directors, and shall be appended to the Articles of Association and be effective from the date of approval by the general meeting; Any amendments to the Rules shall be made through amendments proposed by the board of directors, and shall be effective after being approved by the general meeting.

Any other matters which are not stipulated under the Rules shall be conducted in accordance to relevant laws, regulations, the listing rules of the local stock exchange where the Company's shares are listed as well as the Articles of Association.

Unless otherwise specified, the terms used in the Rules shall have the same meanings with those in the Articles of Association.

The Company's board of directors, as authorized by the general meeting, shall be responsible for the interpretation of the Rules.